

State of Idaho

Department of State.

CERTIFICATE OF INCORPORATION OF

ARROW AVIATION, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of _____

ARROW AVIATION, INC.

duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated _____ March 24 _____, 19 80 _____.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

MAR 24 1 13 PM '80

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

ARROW AVIATION, INC.

KNOW ALL MEN BY THESE PRESENTS: That we, the undersigned, in order to form a corporation for the purposes hereinafter stated, pursuant to the Business Corporation Act of the State of Idaho, do hereby adopt the following articles of incorporation, to-wit:

I

NAME

The name of this corporation shall be ARROW AVIATION, INC.

II

PURPOSES

The purposes for which this corporation is formed are as follows:

- (a) To buy, sell, lease and service all types of aircraft and aircraft supplies; to operate aircraft as a private or contract carrier for the purpose of carrying passengers and freight; to operate an agricultural spraying and dusting service; to operate as a fixed base operator, providing services to aircraft; and to do any other thing within the rules and regulations of state, federal and local governmental agencies relating to general aviation.
- (b) To enter into, make, perform and carry out contracts of every kind or nature with any person, firm or corporation, both municipal and private;
- (c) To institute, enter into, carry on, assist, promote and participate in financial, commercial or industrial or other businesses or works, enterprises and operations of all types and descriptions;

(d) To acquire and pay for in cash, stock or bonds of the corporation or otherwise the good will, rights and assets and property and to undertake to assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation; to sell, dispose of, lease, assign, transfer, mortgage and convey the rights, privileges, franchises, real or personal property of the corporation, other than its franchise of being a corporation, and to acquire, purchase, guarantee, hold, mortgage, vote, sell, pledge or otherwise dispose of and deal in shares, bonds, securities, debentures and other evidence of indebtedness of other corporations, domestic or foreign;

(e) To make, draw, accept, endorse, transact, execute and issue promissory notes, bonds, bills of exchange, debentures and other negotiable instruments;

(f) In furtherance of the purposes of the corporation, to incur debt and raise, borrow and secure the payment of money in any lawful manner, including the issuance and sale or other disposition of stocks, bonds, debentures, obligations, negotiable instruments and evidence of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise;

(g) To carry on any other business which may seem to the corporation capable of being financially carried on in connection with its business or calculated, directly or indirectly, to enhance the value or render profitable any of the corporation's property or rights;

(h) To perform any part of its business inside or outside of the State of Idaho and to do all things set forth herein to the same extent and as fully to all intents and purposes as a natural person might or could do;

(i) To purchase, hold, sell and transfer the shares of its own capital stock; provided, however, that it shall not use its funds and property for the purchase of its own shares

of capital stock when such use would cause any impairment of its capital, and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly;

(j) To conduct business in this state, other states, the District of Columbia and in foreign countries and to have one or more offices and places of business inside or outside of this state and to acquire, receive, hold, purchase, mortgage, dispose of and convey real or personal property located inside or outside the State of Idaho;

(k) In general, to carry on any other business and to have and exercise all rights and powers conferred by the laws of the State of Idaho upon corporations and to do all acts necessary or expedient to accomplish the purposes herein enumerated.

III

DURATION

The period of existence and duration of this corporation shall be perpetual.

IV

REGISTERED OFFICE

The location of the principal place of business and registered office of this corporation shall be at The Mountain Home Municipal Airport, Mountain Home, Idaho, and the post office address of the principal place of business and registered office shall be P.O. Box 142, Mountain Home, Idaho 83647. The name of the registered agent at the above address shall be Grady W. Cantrell.

V

CAPITAL STOCK

The amount of its capital stock shall be \$100,000.00, to consist of 100,000 shares of common stock of the par value of \$1.00 per share. No distinction shall exist between the

shares of the corporation and all such shares shall have the same rights in the corporation. All or any portion of the capital stock may be issued for cash or in payment for real or personal property, services or any other right or thing of value, for the uses and purposes of the corporation, and when so issued shall become and be fully paid the same as though paid for in cash at par, and the board of directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock. No assessments or calls shall be made upon fully-paid capital stock.

VI

INCORPORATORS

The names and post office addresses of the incorporators and the number of shares subscribed by each are as follows:

NAME	POST OFFICE ADDRESS	NO. OF SHARES
Grady W. Cantrell	4100 N. 13th E. Mountain Home, Idaho 83647	1
Nina Mae Cantrell	4100 N. 13th E. Mountain Home, Idaho 83647	1
Molly Lovelady	245 Wilson Drive Mountain Home, Idaho 83647	1
Stanley M. Skoye	4100 N. 13th E. Mountain Home, Idaho 83647	1
Bruce Dale Gilbert	P.O. Box 2 Grandview, Idaho 83624	1

VII

GOVERNING BODY

The governing body of this corporation shall consist of a board of three directors, who shall be elected annually as provided by the by-laws. The number of the board of directors may be changed from time to time as prescribed by the by-laws, but shall be not less than three nor more than seven. The

names and post office addresses of those who are selected to act as directors until the first annual election are as follows:

NAME	POST OFFICE ADDRESS
Grady W. Cantrell	4100 North 13th East Mountain Home, Idaho 83647
Nina Mae Cantrell	4100 North 13th East Mountain Home, Idaho 83647
Molly Lovelady	245 Wilson Drive Mountain Home, Idaho 83647

VIII

POWERS OF THE BOARD OF DIRECTORS

In addition to other powers, the board of directors is authorized to make, alter or amend the by-laws of the corporation, to fix the amount of capital stock to be reserved as working capital or treasury stock, over and above its capital stock paid in, and to authorize and cause to be executed mortgages, liens or other encumbrances on the real and personal property of the corporation.

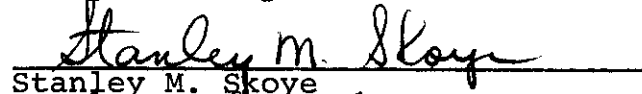
We, the undersigned, being each one of the original subscribers to the capital stock hereinbefore mentioned, for the purpose of forming a corporation to do business both within and outside of the State of Idaho, and pursuant to the laws of the State of Idaho, do make and file these articles of incorporation and we respectively agree to take the number of shares of stock hereinbefore set opposite our respective names.

IN WITNESS WHEREOF, we have hereunto set our hands in the City of Mountain Home, County of Elmore, State of Idaho, this 24th day of March, 1980.


Grady W. Cantrell


Nina Mae Cantrell


Molly Lovelady

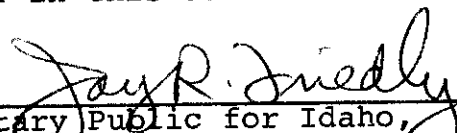

Stanley M. Skoye


Bruce Dale Gilbert

STATE OF IDAHO,)
) ss.
COUNTY OF ELMORE,)

On this 24th day of March, 1980, before me, the undersigned, a Notary Public in and for said State, personally appeared GRADY W. CANTRELL, NINA MAE CANTRELL, MOLLY LOVELADY, STANLEY M. SKOYE and BRUCE DALE GILBERT, known to me to be the persons whose names are subscribed to the foregoing instrument, and acknowledged to me that they executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate first above written.



Notary Public for Idaho,
Residing at Mountain Home, Idaho.